

December 13, 1999

Mr. Fritz Duda, Sr.
Trinity Mills-Midway Partners, Ltd.
c/o Fritz Duda Co.
One Galleria Tower
Suite 1315, 13355 Noel Road, LB3
Dallas, Texas, 75240-6603

Re: Ground lease dated March 1, 1995 (the "Ground Lease"), by and between Trinity Mills-Midway Partners, Ltd., a Texas limited partnership, as Landlord, and Dallas Highlander, Ltd., a Texas limited partnership now known as Highlander-Bear, Ltd., as Tenant, as amended by that certain First Amendment to Ground Lease and Assignment of Tenant's Interest in Ground Lease and landlord Estoppel dated September 13, 1996 (the "First Amendment"), by and among Landlord, Tenant as Assignor, and Golden Bear Golf Centers, Inc., a Florida corporation, as Assignee

Further to our conversation on December 10 and in response to your letter of December 8, 1999, contrary to what you state, it is my understanding and I have confirmed that you received the remaining financial and other information on Golf Craft and their operator last week. Irrespective of that, this letter outlines our final proposal in an effort to seek consent to the assignment and the option periods.

Regarding the existing defaults, I have confirmed that the construction and landscape contracts will be executed this week with an appropriate deposit being made. Unfortunately due to scheduling delays from the contractors we have not been able to confirm these until this week.

As for the other issues, I would make the following proposal to ensure assignment of the lease and its option periods. Family Golf proposes to make a payment of \$125,000 to you as landlord to grant the consent including the option periods. The only proviso we would ask as part of the consent is that you do not require Golf Craft to use the Golden Bear name. I believe the brand name and recognition Golf Craft is going to create will serve you and your development better in the future.

Please respond to this letter in a timely fashion as you indicated you would last week.

Sincerely,
Family Golf Centers, Inc.

Don Holmstrom CA
Vice-president Corporate Development and Director